

Amendment to Agreement

THIS AMENDMENT (hereinafter "Amendment") is made and entered into this _____ day of _____, 2009, by and between Shelby County Government (hereinafter "County") and Maxim Healthcare Services, Inc. (hereinafter "Maxim").

WHEREAS, the parties previously entered into an agreement (hereinafter "Agreement") dated February 20, 2009, for the provision of temporary nursing services to various programs in the Memphis Shelby County Health Department;

WHEREAS, an Amendment to this Agreement was signed August 27, 2009 for the renewal of a one (1) year period beginning July 1, 2009 through June 30, 2010;

WHEREAS, the parties now desire to increase the Amendment beginning July 1, 2009, through June 30, 2010; from the initial amount of Ninety Nine Thousand Dollars and 00/100 (\$99,000), to One Hundred Seventy Five Thousand Dollars and 00/100 (\$175,000) due to the shortage of these services in some of the Department's other programs.,

NOW, THEREFORE, for and in consideration of the mutual promises of the parties to this agreement and other good and valuable considerations, the receipt of which is hereby acknowledged, the parties hereto do hereby agree as follows:

1. The Agreement between the parties is hereby continued for the period beginning July 1, 2009 through June 30, 2010.
2. The total cost for this AMENDMENT shall not exceed One Hundred Seventy Five Thousand Dollars and 00/100 (\$175,000.00) Dollars payable in accordance with the terms of the AGREEMENT.
3. The terms and conditions of the original AGREEMENT, and the aforementioned AMENDMENT, except as amended herein, shall remain in full force and effect.

IN WITNESS WHEREOF, the parties have executed this Amendment on the _____ day of _____, 2009.

**APPROVED AS TO FORM
AND LEGALITY:**

SHELBY COUNTY GOVERNMENT

Contract Administrator
Assistant County Attorney

A C WHARTON, JR, MAYOR

Maxim Healthcare Services

By: _____

Title: _____

CORPORATE ACKNOWLEDGMENT

STATE OF TENNESSEE
COUNTY OF SHELBY

Before me, the undersigned Notary Public, in and for the State and County aforesaid, personally appeared _____, with whom I am personally acquainted or proved to me on the basis of satisfactory evidence, and who, upon oath, acknowledged himself/herself to be president or other officer authorized by appropriate Corporate action and/or Resolution to execute the preceding instrument of the _____, the within named bargainor, a corporation, and that he as such _____, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself/herself as _____.

WITNESS my hand and official seal at office this _____ day of _____, 2009.

Notary Public

My Commission Expires: _____